

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

TOYS “R” US, INC., et al.,

Debtors

Chapter 11

Case No. 17-346665 (KLP)

(Jointly Administered)

**JOINDER OF DUTAILIER GROUP, INC. TO THE OBJECTION
OF THE UNITED STATES TRUSTEE [DOCKET NO. 2115] AND THE LIMITED
OBJECTION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
[DOCKET NO. 2218] TO THE DEBTORS’ WIND DOWN MOTION [DOCKET NO. 2050]**

Dutailier Group, Inc. (“Dutailier”), by counsel, a creditor of the Debtors, by counsel, hereby files this Joinder and Reservation of Rights to the Objection filed by the United States Trustee [Docket No. 2115] and the Limited Objection filed by Official Committee of Unsecured Creditors [Docket No. 2218] with respect to the Debtors’ Omnibus Motion For Entry Of Orders: (I) Authorizing The Debtors To Wind-Down U.S. Operations, (II) Authorizing The Debtors To Conduct U.S. Store Closings, (III) Establishing Bidding Procedures For The Sale Of The Debtors' Canadian Equity, (IV) Enforcing An Administrative Stay, And (V) Granting Related Relief [Docket No. 2050] (the “Wind Down Motion”), and states the following in support hereof:

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1. Dutailier objects to the Wind Down Motion to the extent seeks to impose any administrative stay or other relief barring enforcement or collection of any postpetition claims by Dutailier for indebtedness incurred by the Debtors after the Petition Date, including without limitation the rights of Dutailier to enforce its previously asserted state law reclamation rights against goods in the Debtors' possession.

2. As stated in the Objection filed by the United States Trustee [Docket 2115]: "There is no authority or justification in the Bankruptcy Code for the arbitrary bifurcation of administrative expenses proposed in the Wind Down Motion. The proposed administrative stay violates the underlying principles of honoring the absolute priority rule and avoiding unfair discrimination prescribed by the Bankruptcy Code and should not be granted."

3. Without any basis in the Bankruptcy Code or equity, the administrative stay requested in the Wind Down Motion further threatens to deny Dutailier and similarly situated creditors timely access to due process to enforce their rights and remedies, which stay should not be sanctioned by this Court.

4. Dutailier further reserves all rights arising from or related to its postpetition claims against the Debtors, including the right to assert any and all such rights, remedies, obligations, claims, and defenses in any appropriate manner or forum, to raise the issues related to Dutailier's postpetition claims in any contested matter and/or adversary proceeding, as applicable, and to amend, modify, or supplement this Joinder and Reservation of Rights or to file a separate objection in response to the Wind

Down Motion, or as a result of, any submission in connection with the Wind Down Motion as may be appropriate based upon any new information provided by the Debtors or any other party or upon any different relief requested by the Debtors; and to adopt any other objections to the Wind Down Motion filed by any other party.

Wherefore, Dutailier respectfully requests the Court deny the Debtors' request to impose any stay or other impediment on Dutailier to prevent or delay Dutailier from asserting an administrative priority claim or enforcing any other rights and remedies for indebtedness arising from the delivery of goods to the Debtors after the Petition Date, and that the Court award such other and further relief as the Court deems equitable and just.

Dated: March 20, 2018

FISHERBROYLES, LLP

By: /s/ Deborah L. Fletcher
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Attorneys For Dutailier Group, Inc.

CERTIFICATE OF SERVICE

I hereby certify that on this 20th day of March, 2018, a true and correct copy of the foregoing JOINDER OF DUTAILIER GROUP, INC. TO THE OBJECTION OF THE UNITED STATES TRUSTEE [DOCKET NO. 2115] AND THE LIMITED OBJECTION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS [DOCKET NO. 2218] TO THE DEBTORS' WIND DOWN MOTION [DOCKET NO. 2050] was sent via the Court's ECF Noticing to all parties receiving ECF Notices in these Chapter 11 cases.

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